

DURABLE POWER OF ATTORNEY

Principal: Sarah Michelle Reed
5345 Vickery Blvd.
Dallas, TX 75206

Agent: Colleen Ann Reed
2836 Swinging Gate Dr.
Hernando, MS 38632

I, the Principal herein, appoint the above designated Agent as my Agent to do any and every act and exercise any and every power that I might or could do or exercise personally or exercise through any other person if I were present and not disabled or incompetent, with full power of substitution or revocation, intending hereby to vest in my Agent a full and universal power of attorney, hereby ratifying and confirming all that my Agent shall lawfully do or cause to be done by virtue of this power of attorney, including, without limitation, the following specifically enumerated powers:

1. **Statutory Powers.** To act for me in any lawful way with respect to the following powers as the respective powers are construed in §§491 through 505 of the Durable Power of Attorney Act, Chapter XII of the Texas Probate Code, as amended:

- (A) Real property transactions;
- (B) Tangible personal property transactions;
- (C) Stock and bond transactions;
- (D) Commodity and option transactions;
- (E) Banking and other financial institution transactions;
- (F) Business operating transactions;
- (G) Insurance and annuity transactions;
- (H) Estate, trust and other beneficiary transactions;
- (I) Claims and litigations;
- (J) Personal and family maintenance;
- (K) Benefits from social security, Medicare, Medicaid, or other governmental programs or civil or military service;
- (L) Retirement plan transactions; and
- (M) Tax matters.

2. **Power to Transfer Assets Into Trust.** To convey any and all assets of my estate (consisting of any property, real, personal, or mixed, of whatever kind, wheresoever located and whensoever acquired) into any trust, irrespective of whether said trust is irrevocable, or now in existence or hereafter established, even though said trust may continue in operation after my death.

3. **Power to Make Gifts.** To make gifts of money or property as is not required for my support during my lifetime to such one or more of my descendants (including any descendant who may be named an agent herein), or to such charitable organizations as my Agent considers appropriate, but gifts to any one person in any one year may not exceed the per-donee annual exclusion allowed by federal gift tax law.

This instrument is to be construed and interpreted as a general durable power of attorney. The enumeration of specific powers herein is not intended to, nor does it, limit or restrict the general powers herein granted to my Agent. This instrument is executed and delivered in the State of Texas, and the laws of the State of Texas shall govern all questions as to the validity of this power and the construction of its provisions.

This Durable Power of Attorney revokes any previous powers of attorney granted by me. I hereby agree and represent to those dealing with my Agent that this Durable Power of Attorney has been filed for

Agent see top

record in the county in which I reside. This Durable Power of Attorney shall not lapse because of the passage of time, and may be voluntarily revoked only by my written revocation entered of record in the county in which this Durable Power of Attorney is recorded. My death shall not revoke or terminate this agency as to the Agent, or other person who, without actual knowledge of my death, acts in good faith under this power of attorney. Any action so taken, unless otherwise invalid or unenforceable, shall be binding upon me and my heirs, devisees, and personal representatives.

Third parties may rely upon the representations of my Agent as to all matters relating to any power granted to my Agent, and no person who may act in reliance upon the representations of my Agent or the authority granted to my Agent shall incur any liability to me or my estate as a result of permitting my Agent to exercise any power. I hereby authorize my Agent to indemnify and hold harmless any third party who accepts and acts under this Durable Power of Attorney in connection with my Agent's carrying out the authority granted in this power of attorney. Any affidavit executed by the agent stating that my Agent does not have, at the time of doing an act pursuant to this power of attorney, actual knowledge of the revocation or the termination of this power of attorney is, in the absence of fraud, conclusive proof of the nonrevocation or the nontermination of the power at that time. My indemnity of my Agent shall extend to the assets of my estate after my death, and shall be applicable except for the own actual fraud of my Agent. No bond shall be required of my Agent.

This Power of Attorney is effective immediately and will continue until it is revoked. This power of attorney is not affected by my subsequent disability or incapacity.

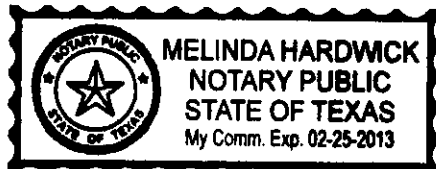
If the agent named above dies, becomes legally disabled, resigns, or refuses to act, I name the following person as the successor to the agent named above:

Successor Agent: Rockey James Reed
Address: 2836 Swinging Gate Dr.
 Hernando, MS 38632

Signed on this 12th day of May, 2009.

Sarah Michelle Reed
Sarah Michelle Reed, Principal

This instrument was acknowledged before me on May 12, 2009, by Sarah Michelle Reed.



Melinda Hardwick
Notary Public, State of Texas

Prepared by: Stubbeman, McRae, Sealy, Laughlin, & Browder, Inc.
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